

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X

In re:

Chapter 11

W.R. GRACE & Co., et al.,

Case No. 01-01139 (JKF)
(Jointly Administered)

Debtors

TWENTIETH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM NOVEMBER 1, 2002 THROUGH NOVEMBER 30, 2002)

Name of Applicant:

FTI Policano & Manzo

Authorized to Provide Professional Services to:

The Official Committee of
Unsecured Creditors

Date of Retention:

June 21, 2001

Period for which compensation and
reimbursement is sought:

November 1, 2002 through
November 30, 2002

Amount of Compensation sought

as actual, reasonable and necessary (80% of \$44,622.50):

\$35,698.00

Amount of Expense Reimbursement sought

as actual, reasonable and necessary (100%):

\$ 824.96

This is an: X interim _____ final application

The total time expended for fee application preparation and fee audit activities is approximately 12.6 hours and corresponding compensation requested is approximately \$2,944.00 (80% of the fees incurred of \$3,680.00). The time expended included approximately 10.3 hours spent on preparation of the nineteenth monthly interim fee application as well as the sixth quarterly fee application and approximately 2.3 hours preparing summaries of the results of the fee auditor's report on the fifth quarterly fee application.

This is the twentieth application filed. Disclosure for prior periods and current period is as follows:

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(FOR THE PERIOD FROM NOVEMBER 1, 2002 THROUGH NOVEMBER 30, 2002)

**ATTACHMENT A
TO FEE APPLICATION**

Date Filed (on or about)	Period Covered	Requested			
		Fees (100%)	Expenses (100%)	Fees	Expenses
June 28, 2001	April 20, 2001 through April 30, 2001	\$16,008.00	\$667.95	\$12,806.40 (80% of requested fees)	\$667.95
June 28, 2001	May 1, 2001 through May 31, 2001	\$104,081.50	\$2,513.09	\$83,265.20 (80% of requested fees)	\$2,513.09
July 28, 2001	June 1, 2001 through June 30, 2001	\$75,916.00	\$3,913.13	\$60,732.80 (80% of requested fees)	\$3,913.13
August 28, 2001	July 1, 2001 through July 31, 2001	\$71,989.50	\$3,871.54	\$57,591.60 (80% of requested fees)	\$3,871.54
September 28, 2001	August 1, 2001 through August 31, 2001	\$70,425.00	\$1,092.45	\$56,340.00 (80% of requested fees)	\$1,092.45
October 30, 2001	September 1, 2001 through September 30, 2001	\$104,816.50	\$3,028.40	\$83,853.20 (80% of requested fees)	\$3,028.40
November 29, 2001	October 1, 2001 through October 31, 2001	\$42,643.00	\$3,670.86	\$34,114.40 (80% of requested fees)	\$3,670.86
December 28, 2001	November 1, 2001 through November 30, 2001	\$50,048.50	\$1,864.72	\$40,038.80 (80% of requested fees)	\$1,864.72
January 28, 2002	December 1, 2001 through December 31, 2001	\$53,986.50	\$1,005.29	\$43,189.20 (80% of requested fees)	\$1,005.29
February 28, 2002	January 1, 2002 through January 31, 2002	\$63,207.00	\$2,549.70	\$50,565.60 (80% of requested fees)	\$2,549.70
March 28, 2002	February 1, 2002 through February 28, 2002	\$27,249.50	\$1,874.43	\$21,799.60 (80% of requested fees)	\$1,874.43

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**ATTACHMENT A
TO FEE APPLICATION**

Date Filed (on or about)	Period Covered	Requested			
		Fees (100%)	Expenses (100%)	Fees	Expenses
April 28, 2002	March 1, 2002 through March 31, 2002	\$106,680.50	\$1,919.09	\$85,344.40 (80% of requested fees)	\$1,919.09
May 29, 2002	April 1, 2002 through April 30, 2002	\$102,314.00	\$4,657.40	\$81,851.20 (80% of requested fees)	\$4,657.40
June 28, 2002	May 1, 2002 through May 31, 2002	\$50,027.00	\$2,207.14	\$40,021.60 (80% of requested fees)	\$2,207.14
July 29, 2002	June 1, 2002 through June 30, 2002	\$43,359.00	\$1,381.59	\$34,687.20 (80% of requested fees)	\$1,381.59
August 31, 2002	July 1, 2002 through July 31, 2002	\$23,895.50	\$473.91	\$19,116.40 (80% of requested fees)	\$473.91
September 30, 2002	August 1, 2002 through August 31, 2002	\$76,092.50	\$1,264.23	\$60,874.00 (80% of requested fees)	\$1,264.23
October 31, 2002	September 1, 2002 through September 30, 2002	\$45,079.00	\$43.14	\$36,063.20 (80% of requested fees)	\$43.14
November 30, 2002	October 1, 2002 through October 31, 2002	\$46,633.50	\$256.76	\$37,306.80 (80% of requested fees)	\$256.76
December 31, 2002	November 1, 2002 through November 30, 2002	\$44,622.50	\$824.96	\$35,698.00 (80% of requested fees)	\$824.96

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**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
E. Ordway	\$550	3.5	\$1,925.00
S. Cunningham	\$525	16.0	\$8,400.00
C. Whitney	\$375	7.5	\$2,812.50
L. Hamilton	\$350	79.3	\$27,755.00
J. Schwendeman	\$325	4.0	\$1,300.00
M. Hakoun	\$150	10.2	\$1,530.00
N. Backer	\$ 75	12.0	\$900.00
Grand Total:		132.5	\$44,622.50
Blended Rate:	\$337		

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
2	Business Analysis	69.2	\$26,505.00
3	Corporate Finance	8.3	\$3,167.50
4	Data Analysis	29.6	\$8,837.50
8	Case Administration	9.4	\$800.00
9	Claims Analysis (Asbestos)	0.0	\$0.00
11	Creditors Committee	1.1	\$425.00
12	Employee Benefits/Pension	2.3	\$1,207.50
16	Fee Applications, Applicant	12.6	\$3,680.00
	Total	132.5	\$44,622.50

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EXPENSE SUMMARY

Expense Category	Total Expenses
Copies	\$310.80
Facsimiles	\$3.00
Telecommunications	\$55.74
Postage, Express Delivery	\$29.53
Travel Expenses	\$243.00
Tolling Charges	\$182.89
Total	\$824.96

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Summary of Fees by Professional

For the period November 1, 2002 through November 30, 2002

	<u>Total</u> <u>Hours</u>	<u>Billing</u> <u>Rate</u>	<u>Amount</u>
E. Ordway	3.5	\$ 550	\$ 1,925.00
S. Cunningham	16.0	\$ 525	8,400.00
C. Whitney	7.5	\$ 375	2,812.50
L. Hamilton	79.3	\$ 350	27,755.00
J. Schwendeman	4.0	\$ 325	1,300.00
M. Hakoun	10.2	\$ 150	1,530.00
N. Backer	12.0	\$ 75	900.00
TOTAL	<u>132.5</u>		<u>\$ 44,622.50</u>

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Summary of Hours by Category

For the period November 1, 2002 through November 30, 2002

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 550	\$ 1,925.00	E. Ordway	\$ 1,100.00	\$ -	\$ 495.00	\$ 110.00	\$ -	\$ 110.00	\$ -	\$ 110.00	\$ 1,925.00
\$ 525	\$ 8,400.00	S. Cunningham	5,092.50	787.50	1,312.50	-	-	-	1,207.50	-	8,400.00
\$ 375	\$ 2,812.50	C. Whitney	2,812.50	-	-	-	-	-	-	-	2,812.50
\$ 350	\$ 27,755.00	L. Hamilton	17,500.00	2,380.00	4,200.00	-	-	315.00	-	3,360.00	27,755.00
\$ 325	\$ 1,300.00	J. Schwendeman	-	-	1,300.00	-	-	-	-	-	1,300.00
\$ 150	\$ 1,530.00	M. Hakoun	-	-	1,530.00	-	-	-	-	-	1,530.00
\$ 75	\$ 900.00	N. Backer	-	-	-	690.00	-	-	-	210.00	900.00
		Totals	\$ 26,505.00	\$ 3,167.50	\$ 8,837.50	\$ 800.00	\$ -	\$ 425.00	\$ 1,207.50	\$ 3,680.00	\$ 44,622.50

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W.R. GRACE & CO. ET AL.
 Summary of Hours by Category
 For the period November 1, 2002 through November 30, 2002

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 550	\$ 1,925.00	E. Ordway	2.0	0.0	0.9	0.2	0.0	0.2	0.0	0.2	3.5
\$ 525	\$ 8,400.00	S. Cunningham	9.7	1.5	2.5	0.0	0.0	0.0	2.3	0.0	16.0
\$ 375	\$ 2,812.50	C. Whitney	7.5	0.0	0.0	0.0	0.0	0.0	0.0	0.0	7.5
\$ 350	\$ 27,755.00	L. Hamilton	50.0	6.8	12.0	0.0	0.0	0.9	0.0	9.6	79.3
\$ 325	\$ 1,300.00	J. Schwendeman	0.0	0.0	4.0	0.0	0.0	0.0	0.0	0.0	4.0
\$ 150	\$ 1,530.00	M. Hakoun	0.0	0.0	10.2	0.0	0.0	0.0	0.0	0.0	10.2
\$ 75	\$ 900.00	N. Backer	0.0	0.0	0.0	9.2	0.0	0.0	0.0	2.8	12.0
		Totals	69.2	8.3	29.6	9.4	0.0	1.1	2.3	12.6	132.5

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Summary Descriptions of Tasks by Category*

For the period November 1, 2002 through November 30, 2002

<u>Task Code</u>	<u>Total Hours</u>	
Business Analysis	2	69.2
Corporate Finance	3	8.3
Data Analysis	4	29.6
Case Administration	8	9.4
Claims Analysis (asbestos) Creditors Committee	9 11	0.0 1.1
Employee Benefits/Pension Fee Applications, Applicant	12 16	2.3 12.6
Total		<u>132.5</u>

During the Fee Period we read and analyzed the Debtors' third quarter financial statements, discussed the results of operations with the Debtors and their representatives and prepared reports thereon for distribution to the Committee.

During the Fee Period we continued to read and analyze information concerning the proposed acquisition, "Middy." We prepared updates to the report summarizing the transaction for the Committee.

During the Fee Period we read and analyzed information concerning pension underfunding issue. We also read and analyzed current news releases and other information concerning the Sealed Air fraudulent conveyance case and other case issues.

During the Fee Period a paraprofessional organized and distributed materials to the Committee, as well as downloaded and distributed various court docket items to case team members for further review. In addition, the paraprofessional continued to maintain our database of reports and court docket items.

During the Fee Period no services were provided in this category.

During the Fee Period we discussed the status of various case issues with members of the Committee and counsel, including the "Middy" acquisition, de minimus asset sales and other items.

During the Fee Period we analyzed the impact to the company resulting from underfunding of the pension plan.

During the Fee Period timekeeper Hamilton spent approximately 2.3 hours preparing and presenting information related to the Fee Auditor's 5th Interim Period report. In addition, timekeeper Hamilton spent approximately 2.0 hours preparing the Sixth Interim Period (quarterly) application and approximately 5.3 hours preparing the October fee application. A paraprofessional spent approximately 2.8 hours assisting in preparation of the fee applications.

* These descriptions are not intended to be all-inclusive. Please see individual professional time summaries for complete descriptions.

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Professional Services Rendered by Edwin N. Ordway, Jr.

For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Nov	16	Prepared fee application.	0.2
13-Nov	11	Called Committee chair to discuss case status and next steps.	0.2
15-Nov	2	Read and analyzed third quarter financial reports and summarized key issues for follow-up.	0.8
21-Nov	2	Prepared and edited report to the Committee regarding third quarter performance.	1.2
25-Nov	8	Attended court hearing.	0.2
25-Nov	4	Read and analyzed data regarding Sealed Air matters.	0.9
Total Hours			<u><u>3.5</u></u>

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Professional Services Rendered by Sean Cunningham

For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
4-Nov	3	Read Debtors' information regarding "Middy" acquisition.	0.8
4-Nov	3	Read and edited report to Committee regarding "Middy" acquisition.	0.7
13-Nov	2	Reviewed third quarter financials in preparation for conference call with Debtors.	1.9
14-Nov	12	Read and analyzed information regarding bankruptcy issues in connection with pension underfunding and other matters.	1.0
14-Nov	2	Read third quarter financial results and prepared analysis.	1.4
15-Nov	2	Read third quarter financial results and prepared analysis.	2.4
21-Nov	2	Prepared analysis of Q3 results versus plan.	0.9
21-Nov	2	Analyzed peer group performance Q3 and YTD.	1.6
22-Nov	2	Continued to analyze peer group performance Q3 and YTD.	0.7
26-Nov	2	Read and edited draft report to Committee regarding Q3 financial report.	0.8
26-Nov	12	Identified potential issues regarding pension underfunding for discussion with Committee members.	1.3
29-Nov	4	Read and analyzed information pertaining to Sealed Air settlement.	2.5
Total Hours			<u><u>16.0</u></u>

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Professional Services Rendered by Christina Whitney

For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
7-Nov	2	Read and analyzed Debtors' 3rd quarter 2002 reporting package.	1.8
7-Nov	2	Prepared and edited list of follow-up questions pertaining to 3rd quarter 2002 performance.	2.7
13-Nov	2	Read and analyzed Debtors' presentation document pertaining to 3rd quarter 2002 performance and identified issues to raise during the conference call with the Debtors.	2.2
13-Nov	2	Participated in a conference call with the Debtors' to discuss 3rd quarter 2002 performance and performance expectations for the remainder of 2002.	0.8
Total Hours			<u><u>7.5</u></u>

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Professional Services Rendered by Libby Hamilton
For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Nov	3	Updated Middy acquisition report.	3.1
1-Nov	3	Discussed Middy acquisition with Blackstone.	0.4
1-Nov	11	Discussed Middy acquisition, de minimus asset sales and fraudulent conveyance issues with counsel.	0.6
1-Nov	16	Finalized quarterly fee application.	2.0
1-Nov	4	Read and analyzed GBT divestiture workpapers regarding de minimus asset sale filing.	1.9
1-Nov	4	Read and analyzed news articles regarding the Cybergene case.	2.1
4-Nov	16	Prepared October fee application.	1.5
4-Nov	4	Read and analyzed recent court docket filings.	0.3
4-Nov	3	Updated Middy acquisition report for reviewer comments.	2.6
4-Nov	2	Read and summarized Q3 financial information.	3.1
5-Nov	3	Discussed Middy acquisition and other issues with Blackstone.	0.7
5-Nov	11	Discussed Middy acquisition and other issues with counsel.	0.3
5-Nov	2	Read and analyzed Debtors' Q3 operating report.	4.4
5-Nov	2	Prepared Debtors' Q3 operating report for distribution to Committee.	1.5
6-Nov	16	Prepared summary of final audit results for 5th interim period.	2.3
6-Nov	2	Prepared summary of questions for call with Debtors regarding Q3 results.	2.6
7-Nov	2	Prepared analyses and schedules for Q3 monitoring report.	4.3
7-Nov	2	Updated summary of questions for Q3 results conference call.	1.4
8-Nov	2	Continued to prepare analyses and schedules for Q3 monitoring report.	5.3
11-Nov	2	Continued to prepare Q3 monitoring report.	3.9

11-Nov	4	Read and analyzed recent court docket filings.	0.3
12-Nov	2	Read and analyzed summary from Blackstone regarding Q3 operating results.	1.8
12-Nov	4	Prepared report summarizing sale of real estate.	1.4
12-Nov	4	Reviewed state tax disclosure information from Blackstone.	0.6
12-Nov	2	Read and analyzed various documents in preparation for conference call with Debtors on Q3 results.	1.3
13-Nov	2	Participated in conference call with Debtors regarding Q3 operating results.	1.0
13-Nov	2	Added commentary sections to Q3 monitoring report.	5.7
14-Nov	2	Continued to prepare Q3 monitoring report.	1.2
14-Nov	2	Prepared questions for Blackstone regarding Q3 results of operations.	1.2
14-Nov	16	Continued to prepare October fee application.	0.9
18-Nov	16	Continued to prepare October fee application.	1.8
18-Nov	2	Updated Q3 monitoring report for responses from Blackstone.	1.6
18-Nov	4	Read and analyzed the Sealed Air environmental liabilities valuation court filing.	0.8
19-Nov	4	Read and analyzed recent court docket filings.	0.2
19-Nov	16	Continued to prepare October fee application.	1.1
19-Nov	4	Prepared report regarding valuation of environmental liabilities for Sealed Air.	2.8
20-Nov	4	Prepared questions for Blackstone regarding the valuation of environmental liabilities.	1.0
20-Nov	4	Read and analyzed recent court docket filings.	0.3
20-Nov	2	Updated Q3 monitoring report for U.S. Census data.	0.9
21-Nov	2	Discussed Q3 operating results with F. Gilbert.	0.4
22-Nov	2	Continued to prepare Q3 monitoring report.	6.2
25-Nov	2	Continued to prepare Q3 monitoring report.	2.2
25-Nov	4	Read and analyzed recent court docket filings.	0.3
Total Hours			<u><u>79.3</u></u>

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Professional Services Rendered by Jeffrey E. Schwendeman
 For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
5-Nov	4	Revised analysis of Debtors' chief executive employment plan compared to competitors and construction industry.	1.1
15-Nov	4	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Debtors and competitors.	0.9
15-Nov	4	Analyzed recent economic releases and impact on heavy construction industry.	0.8
20-Nov	4	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Debtors and competitors.	1.2
Total Hours			<u><u>4.0</u></u>

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Professional Services Rendered by Matt Hakoun
For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
5-Nov	4	Gathered analyst reports, earnings releases and SEC filings regarding third quarter financials on selected peer companies for distribution to team members.	2.2
5-Nov	4	Read and summarized analyst reports and Plan of Reorganization filing by Armstrong World Industries.	1.0
6-Nov	4	Prepared peer financial data for use in analysis template including 3rd quarter, year-to-date and trailing 12 months results.	3.5
20-Nov	4	Gathered and distributed current and second quarter construction statistics from U.S. Census Bureau data.	1.0
21-Nov	4	Analyzed residential and nonresidential construction figures and prepared year-over-year analysis.	2.5
Total Hours			<u><u>10.2</u></u>

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Professional Services Rendered by Nancy Backer

For the period November 1, 2002 through November 30, 2002

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
1-Nov	16	Prepared email request to team for October time descriptions for professional fee application.	0.1
4-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
4-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.3
5-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
5-Nov	8	Gathered various court filings and other case documents and entered items into the database.	1.8
5-Nov	8	Gathered dockets and motions for distribution to case team member.	0.4
6-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
6-Nov	8	Prepared distribution of Debtors' monthly financial report to Committee.	2.1
7-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
8-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
11-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.5
12-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.3
12-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.4
13-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.1

14-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.8
14-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
15-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.1
15-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.2
18-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.1
18-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.7
19-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
20-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
21-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.2
21-Nov	8	Gathered documents for inclusion in binder related to interim (quarterly) fee applications.	1.2
22-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.1
22-Nov	16	Processed professional time descriptions for inclusion in fee application.	0.3
22-Nov	8	Downloaded latest court filings. Updated database of latest court dockets filed and distributed to case team member.	0.5
Total Hours			<u><u>12.0</u></u>

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Summary of Expenses by Type of Expense

For the period November 1, 2002 through November 30, 2002

Copies:		
Internal	\$	310.80
External		-
Telecommunications:		
Telephone		55.74
Toll Charges		182.89
Facsimile		3.00
Postage, Federal Express, Airborne		29.53
Travel Expenses:		
Transportation, lodging, tolls and parking		243.00
Meals		-
Total Expenses	\$	<u>824.96</u>

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Detail of Expenses by Type of Expense

For the period November 1, 2002 through November 30, 2002

<u>Copies, Internal</u>	2,072	pages @ \$0.15/page:	\$ 310.80
<u>Facsimile Charges:</u>	3	pages @ \$1.00/page:	3.00
<u>Telephone Charges:</u>			55.74
<u>Toll Charges:</u>		Subscriptions and Online research fees	182.89
<u>Postage, Federal Express:</u>	7-Nov	Airborne	16.16
	26-Nov	Airborne	7.17
	27-Nov	Airborne	6.20
<u>Transportation, lodging, tolls and parking:</u>			
	30-Nov	E. Ordway Taxi	5.00
	30-Nov	E. Ordway Train	231.00
	30-Nov	E. Ordway Taxi	7.00
<u>Meals:</u>			-
<u>Total</u>			<u>\$ 824.96</u>